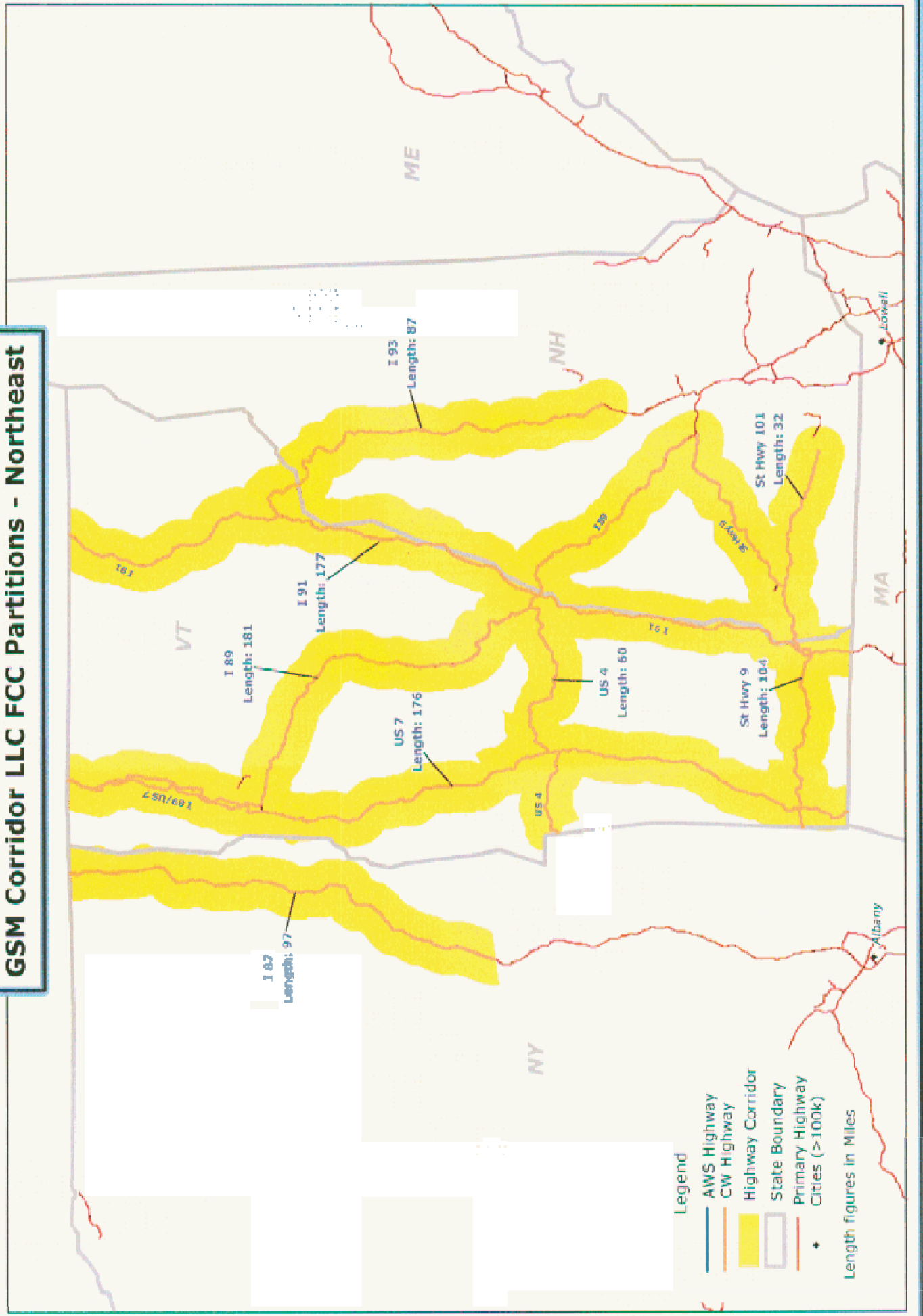


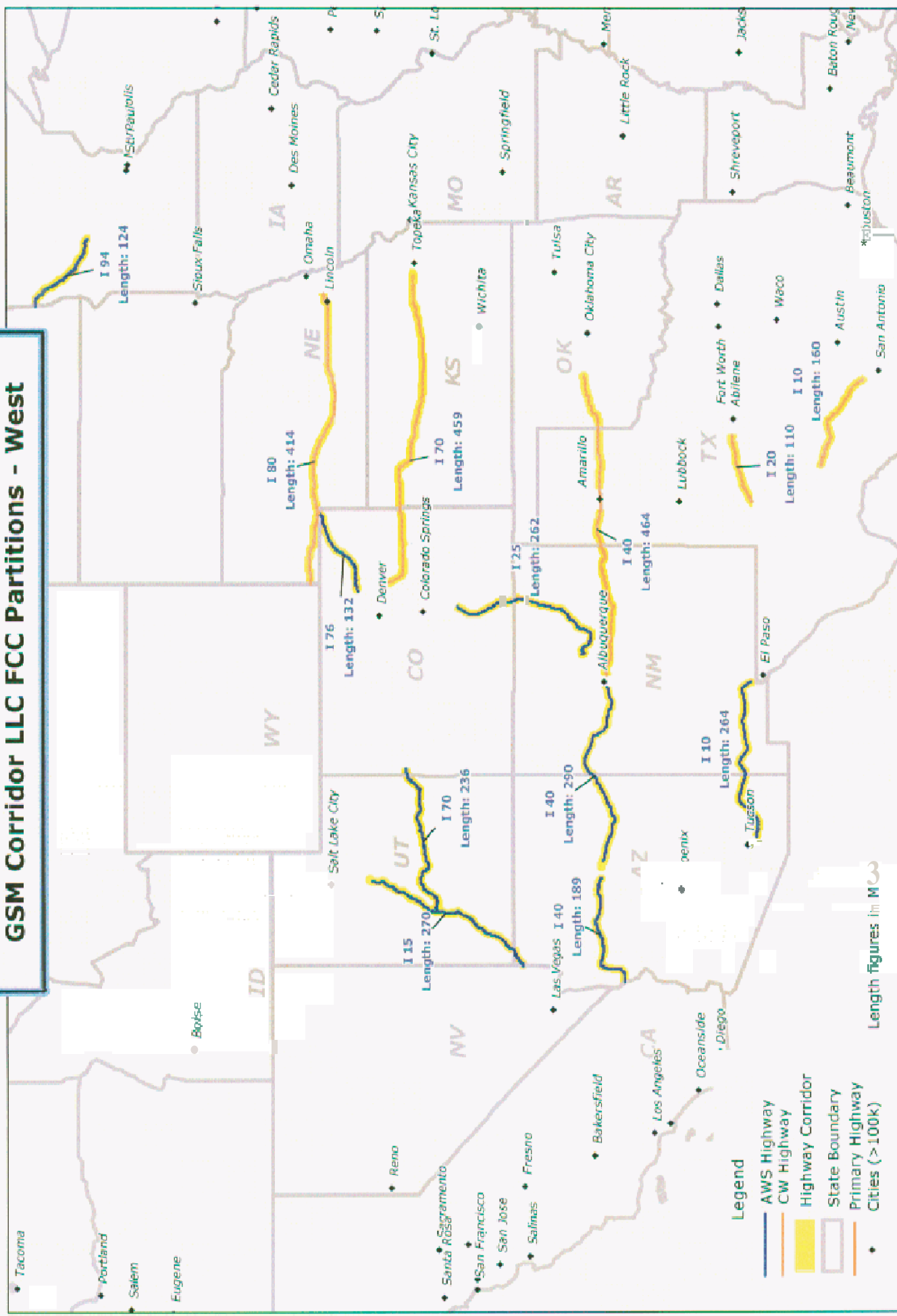
Attachment A-National (East)

GSM Corridor LLC FCC Partitions - Northeast



Attachment A-National (West)

GSM Corridor LLC FCC Partitions - West



Attachment A-1

**GSM Corridor LLC
FCC Partition
BTA 003**

Lubbock, TX
264

Abilene, TX
3

Big Spring, TX
40

San Angelo,
400

Brownwood, TX
57

Wichita Falls, TX
473

land, TX
206
Midland

San Angelo

- Cities > 50K
- BTA Corridor Partition
- BTA Boundary
- Primary Highway



Attachment A-2

**GSM Corridor LLC
FCC Partition
BTA 008, 013, 329 & 407**

Map showing the GSM Corridor LLC FCC Partition BTA 008, 013, 329 & 407. The map displays the corridor route (yellow line) and the BTA boundaries (blue line). Key cities and distances are marked:

- Albuquerque, NM: 8
- Amarillo, TX: 13
- Oklahoma City, OK: 329
- Lubbock, TX: 264
- Wichita Falls, TX: 473
- Lawton, OK: 2
- Liberal, KS: 253
- Roswell, NM: 386
- Hobbs, NM: 191
- Clovis, NM: 87
- Santa Fe, NM: 407

Legend:

- Cities > 100,000
- Highway
- BTA Bot
- Primary

Scale: 0 to 75 Miles

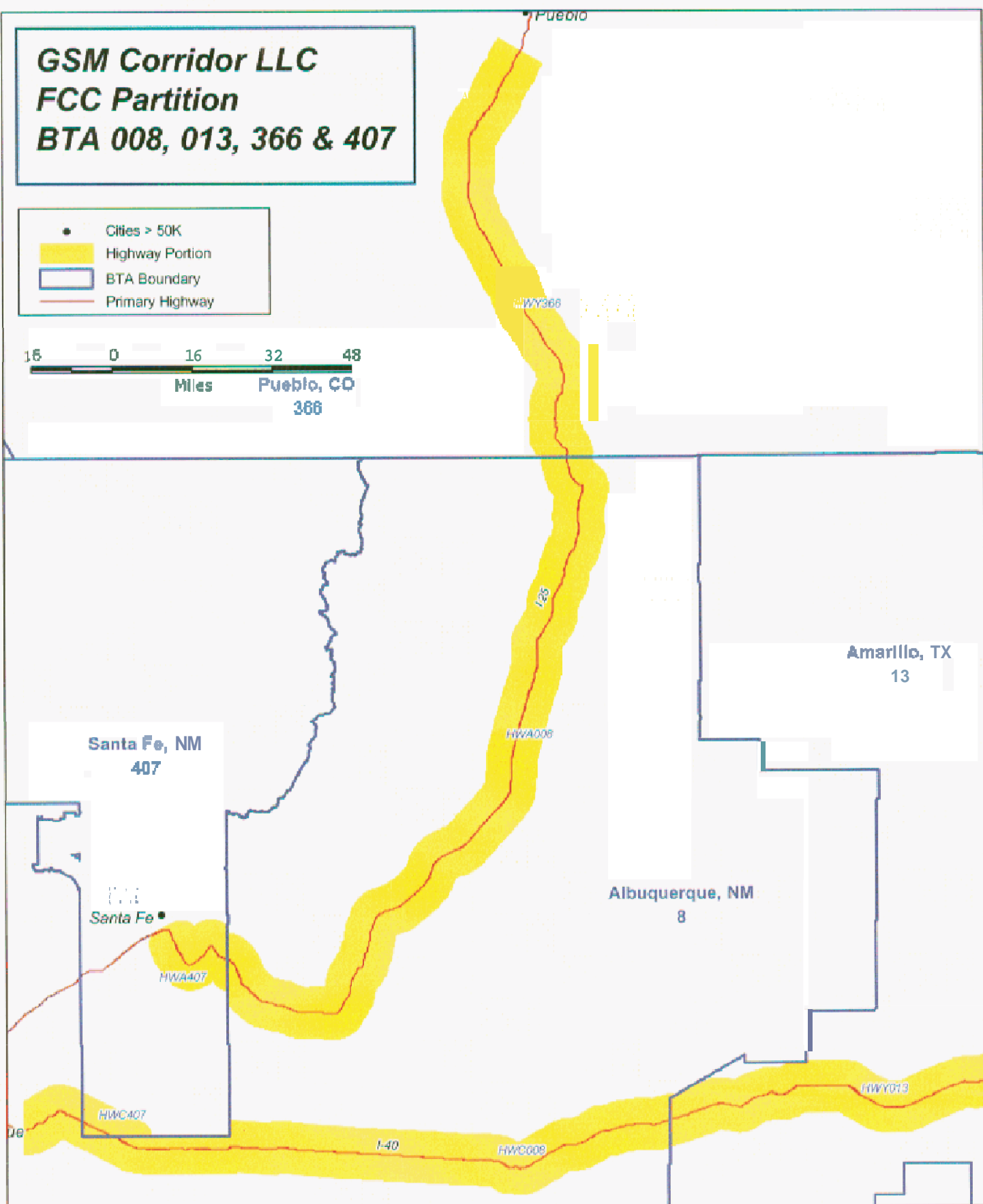
A map showing the location of Abilene, TX. A scale bar at the bottom indicates distances from 0 to 75 miles. The text 'Abilene, TX' is written vertically on the right side of the map.

Attachment A-3

**GSM Corridor LLC
FCC Partition
BTA 008, 013, 366 & 407**

- Cities > 50K
- Highway Portion
- BTA Boundary
- Primary Highway

16 0 16 32 48
Miles
Pueblo, CO
366



Attachment A-4

**GSM Corridor LLC
FCC Partition
BTA 008, 144, 162, 245, 347 & 362**

Las Vegas, NV
245

Flagstaff, AZ
144

Prescott, AZ
362

HWY245

HWY362

HWY144

I-40

HWY162

HWY347

HWY008

Albuqu

Albuquerque, NM

8

Peoria
Glendale
Phoenix
Mesa
Tempe
Chandler
Scottsdale

Phoenix, AZ
7

- Cities > 50k
- Highway Portion
- BTA Boundary
- Primary Highway



Attachment A-5

**GSM Corridor LLC
FCC Partition
BTA 040 & 296**

Big Spring, TX
40

Midland, TX
296

Odessa, TX
327

• Midland

• Odessa

- Cities > 50K
- Highway Portion
- BTA Boundary
- Primary Highway

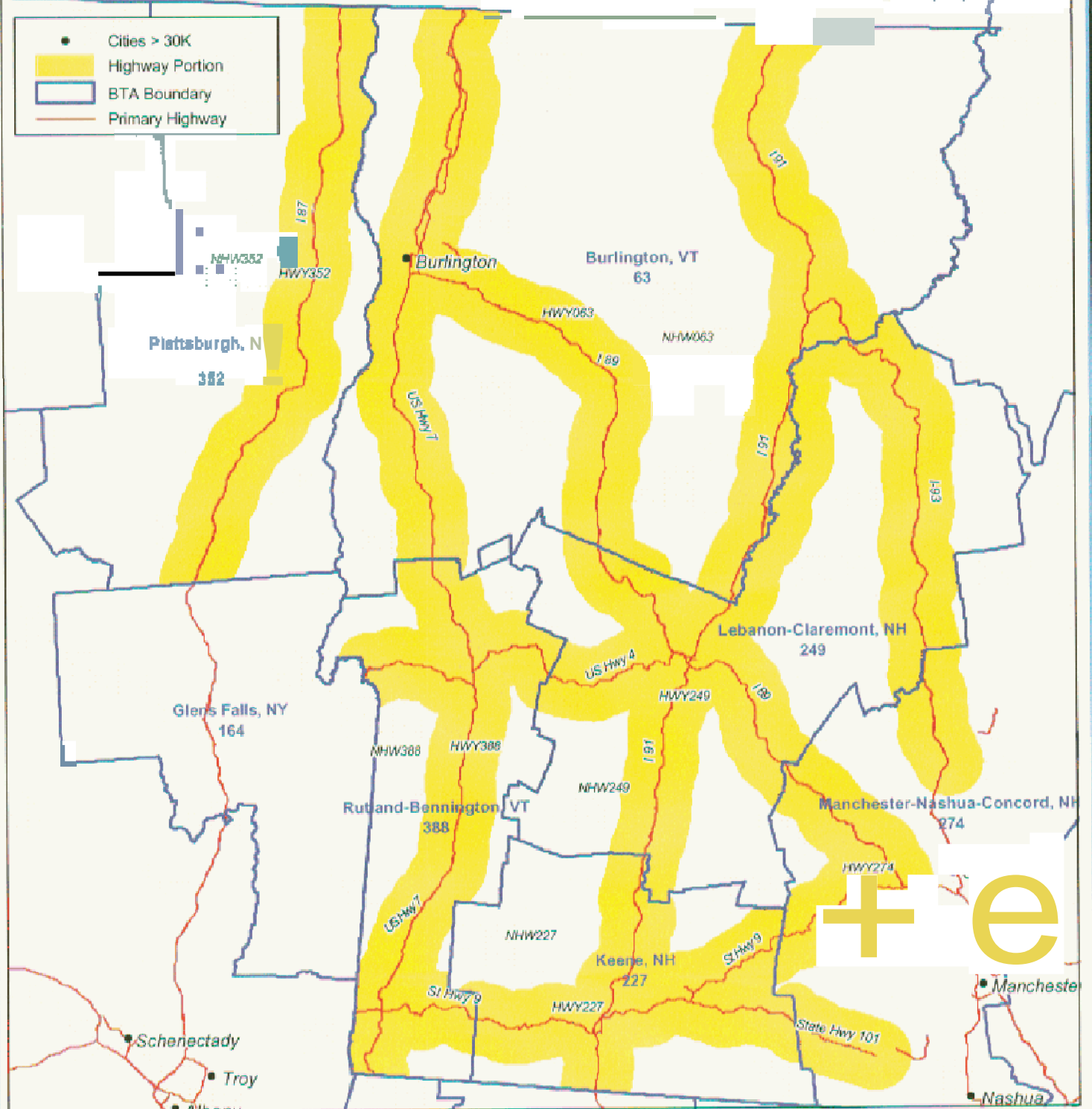
6 0 6 12 18
Miles

Attachment A-6

**GSM Corridor LLC
FCC Partition
BTA 063, 227,
249, 274, 352, 388**

14 0 14 28 42
Miles

- Cities > 30K
- Highway Portion
- BTA Boundary
- Primary Highway



Attachment A-7

**GSM Corridor LLC
FCC Partition
BTA 110**

HWY 110

Denver, CO
110

Aurora

NW 110

HWC110

170

ings, CO

Colorado Springs

Pueblo

Legend

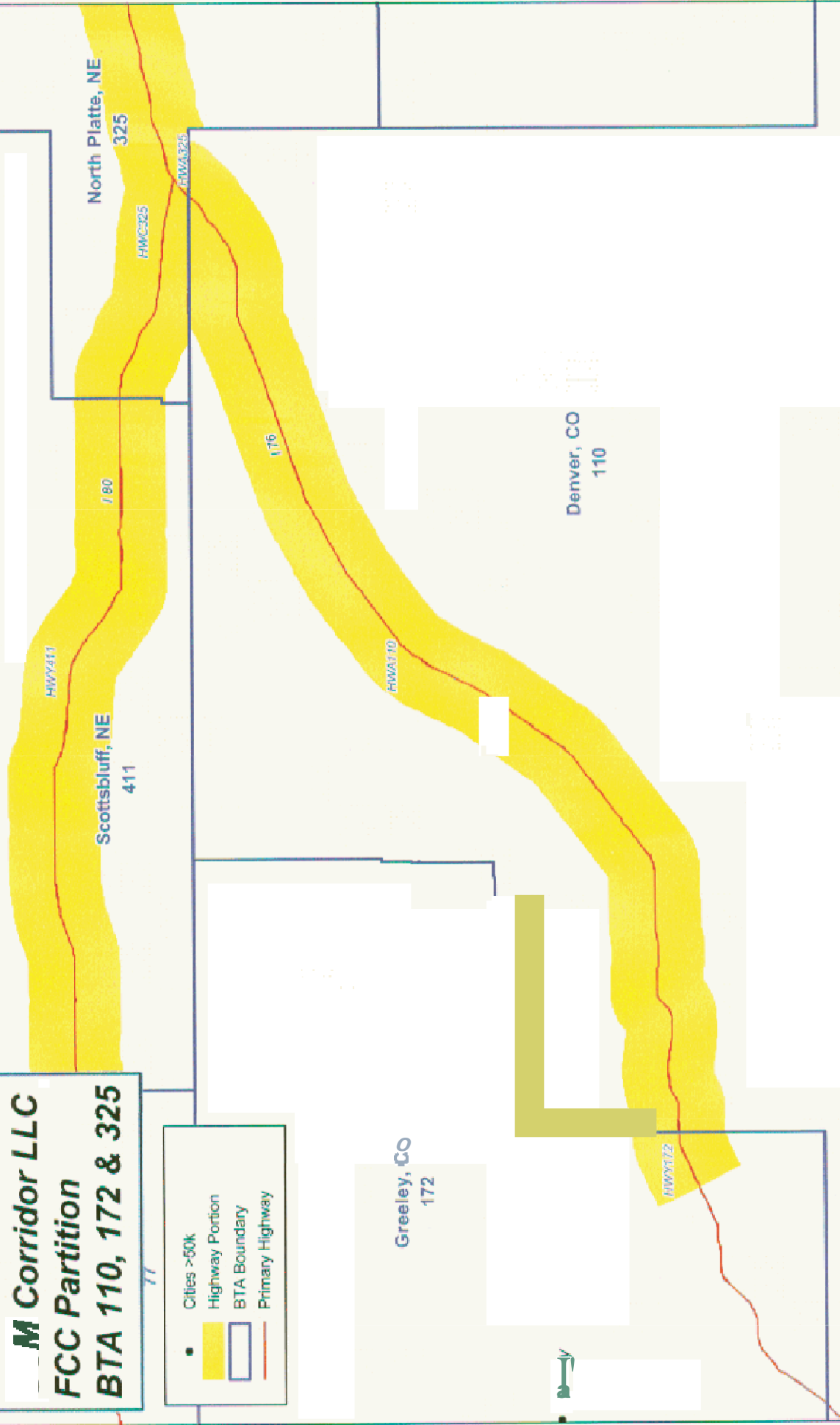
- Cities >50k
- Highway Portion
- BTA Boundary
- Primary Highway



Attachment A-8

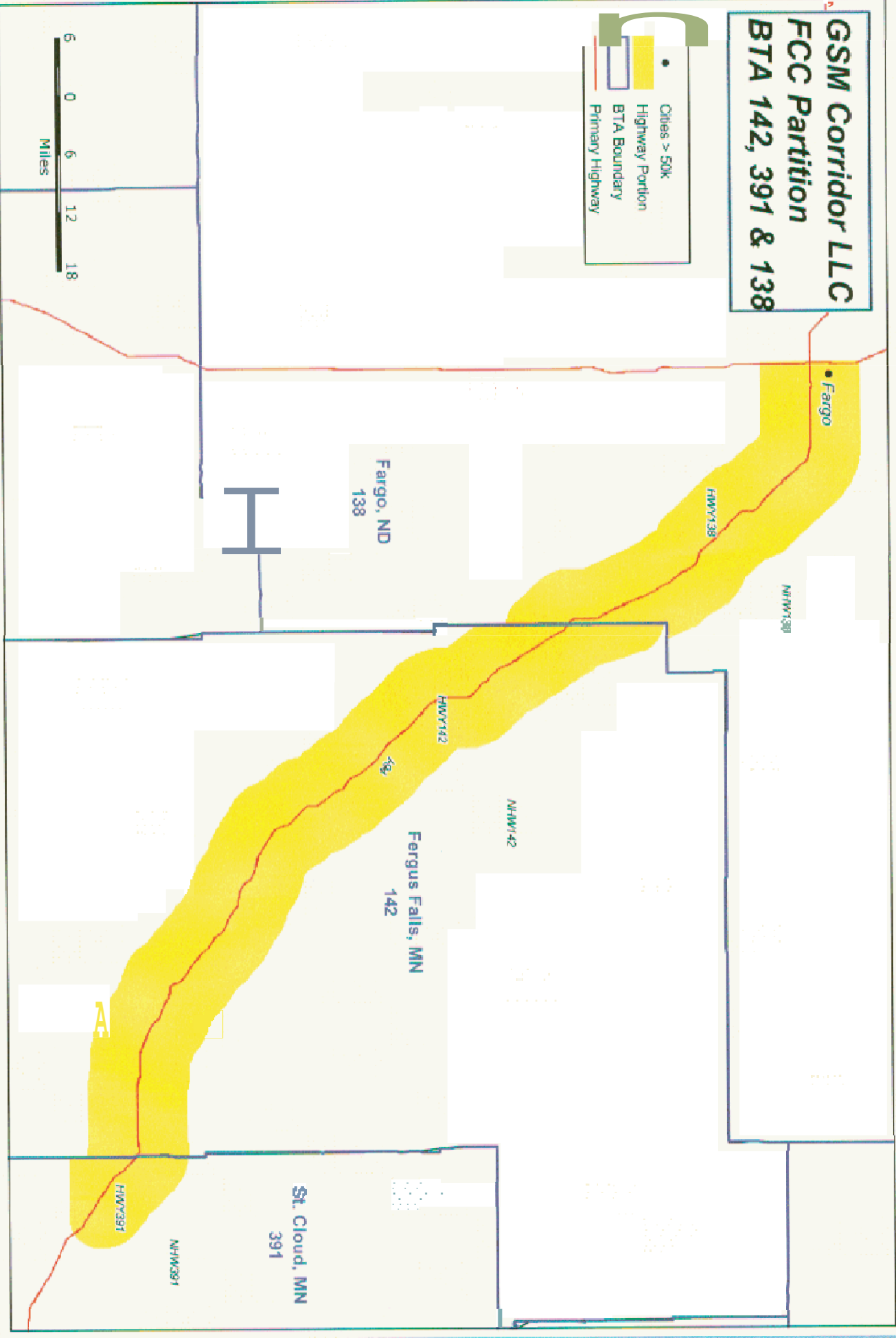
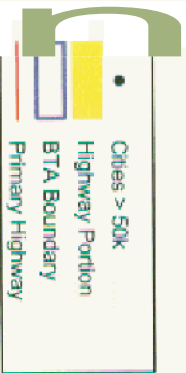
**M Corridor LLC
FCC Partition
BTA 110, 172 & 325**

- Cities >50k
- Highway Portion
- BTA Boundary
- Primary Highway



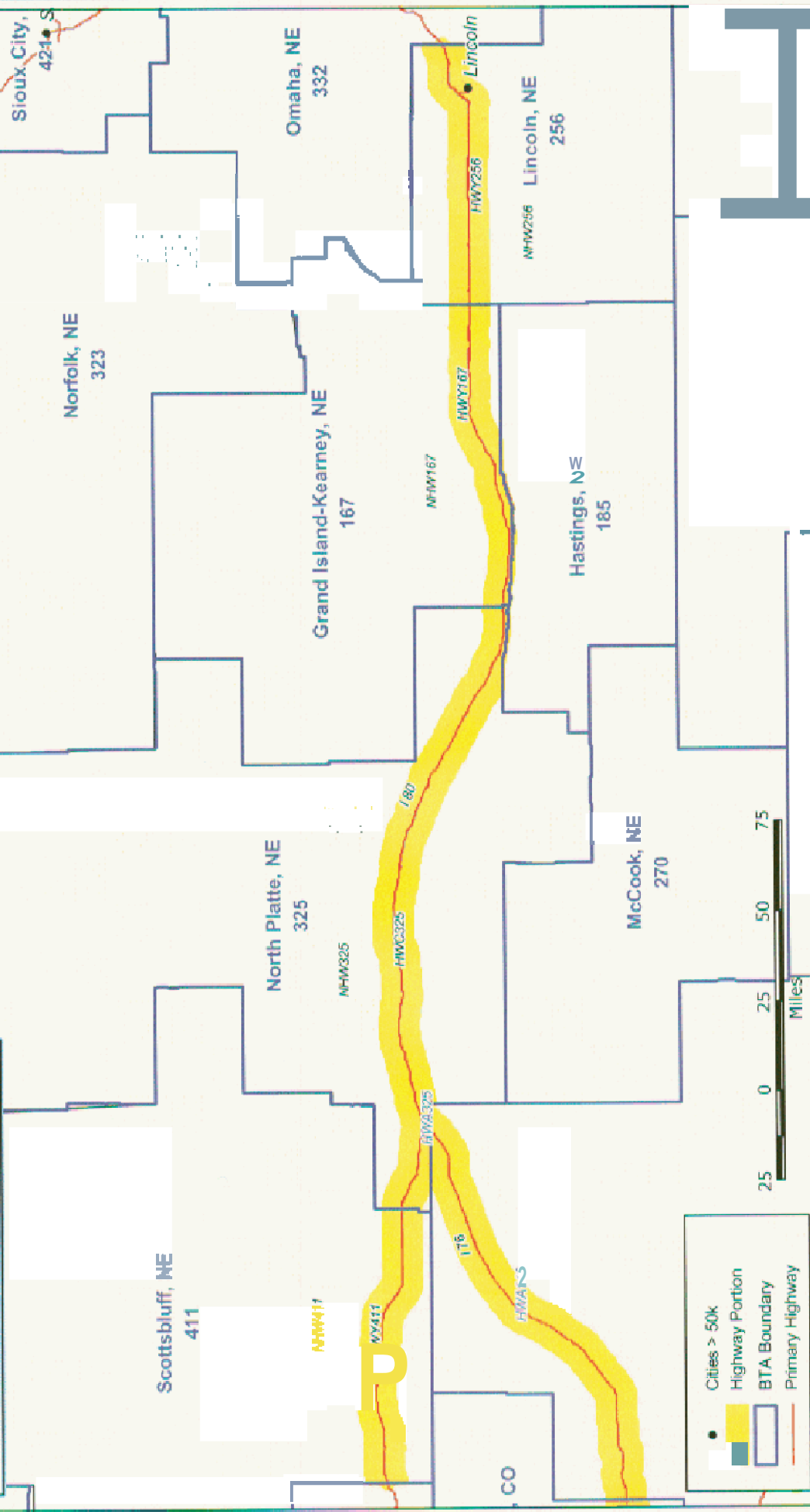
Attachment A-9

GSM Corridor LLC FCC Partition BTA 142, 391 & 138



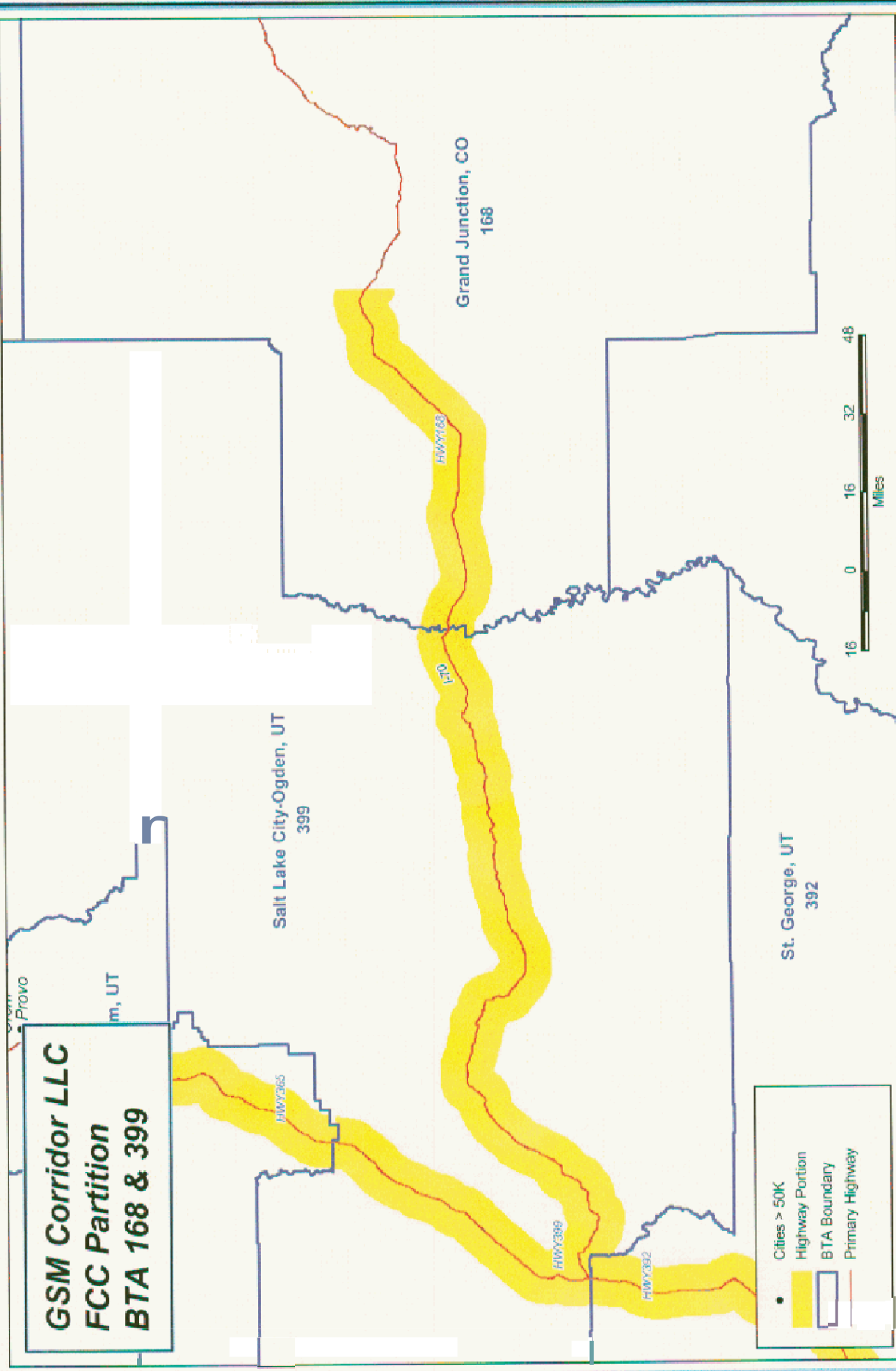
Attachment A-10

**GSM Corridor LLC
FCC Partition
BTA 167, 256, 325 & 411**



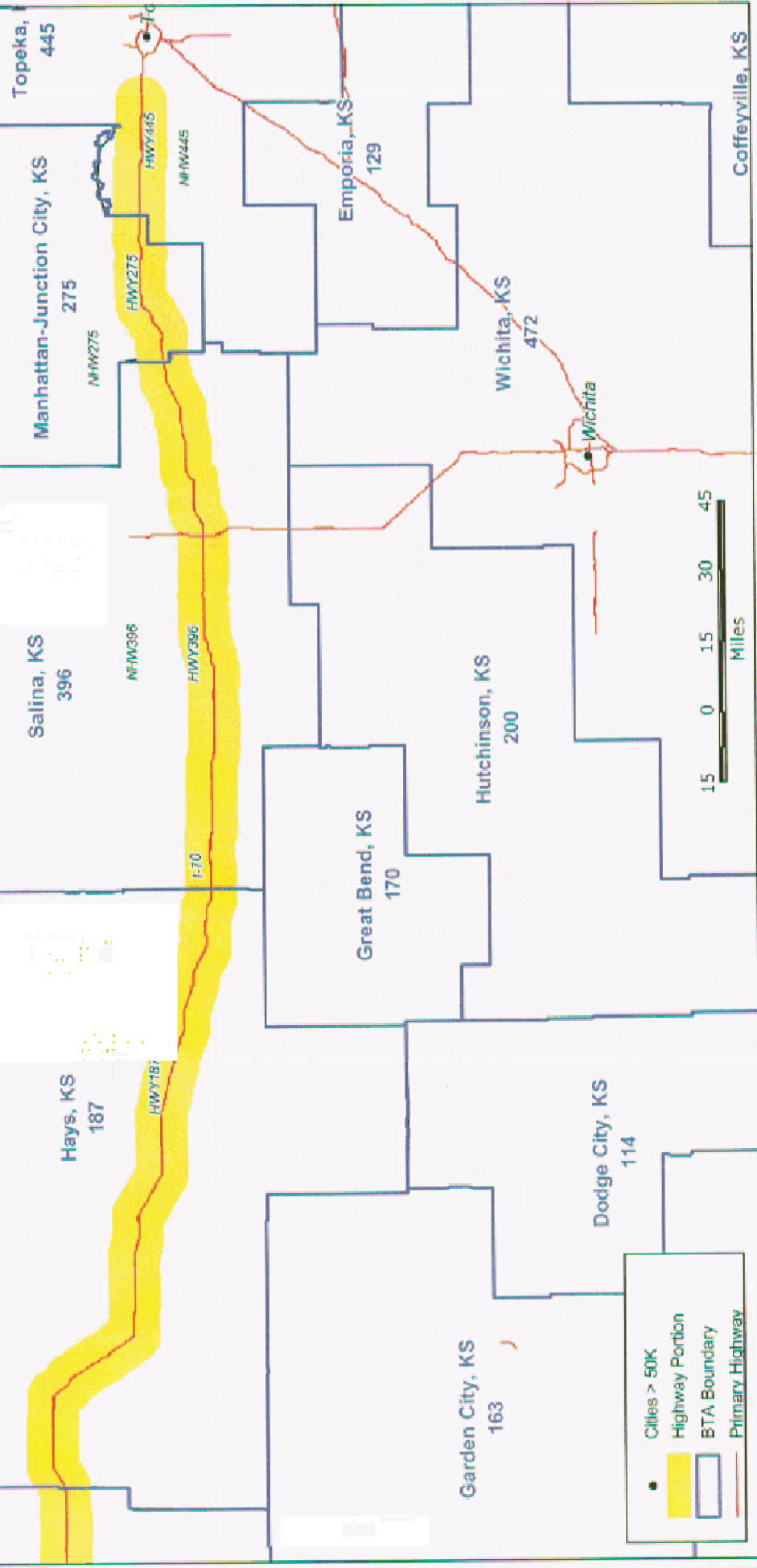
Attachment A-1 1

**GSM Corridor LLC
FCC Partition
BTA 168 & 399**



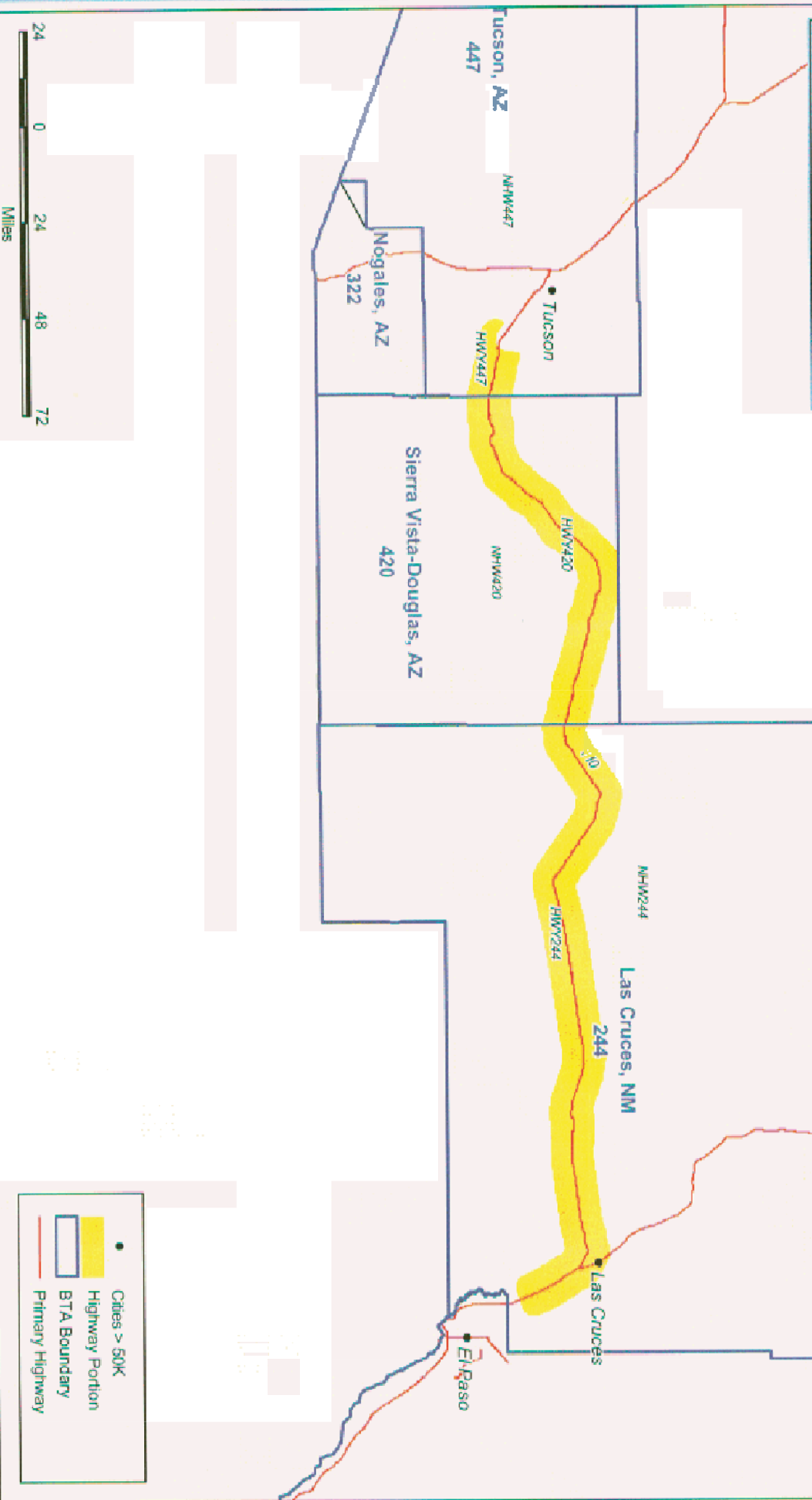
Attachment A-12

**GSM Corridor LLC
FCC Partition
BTA 187, 275, 396 & 445**



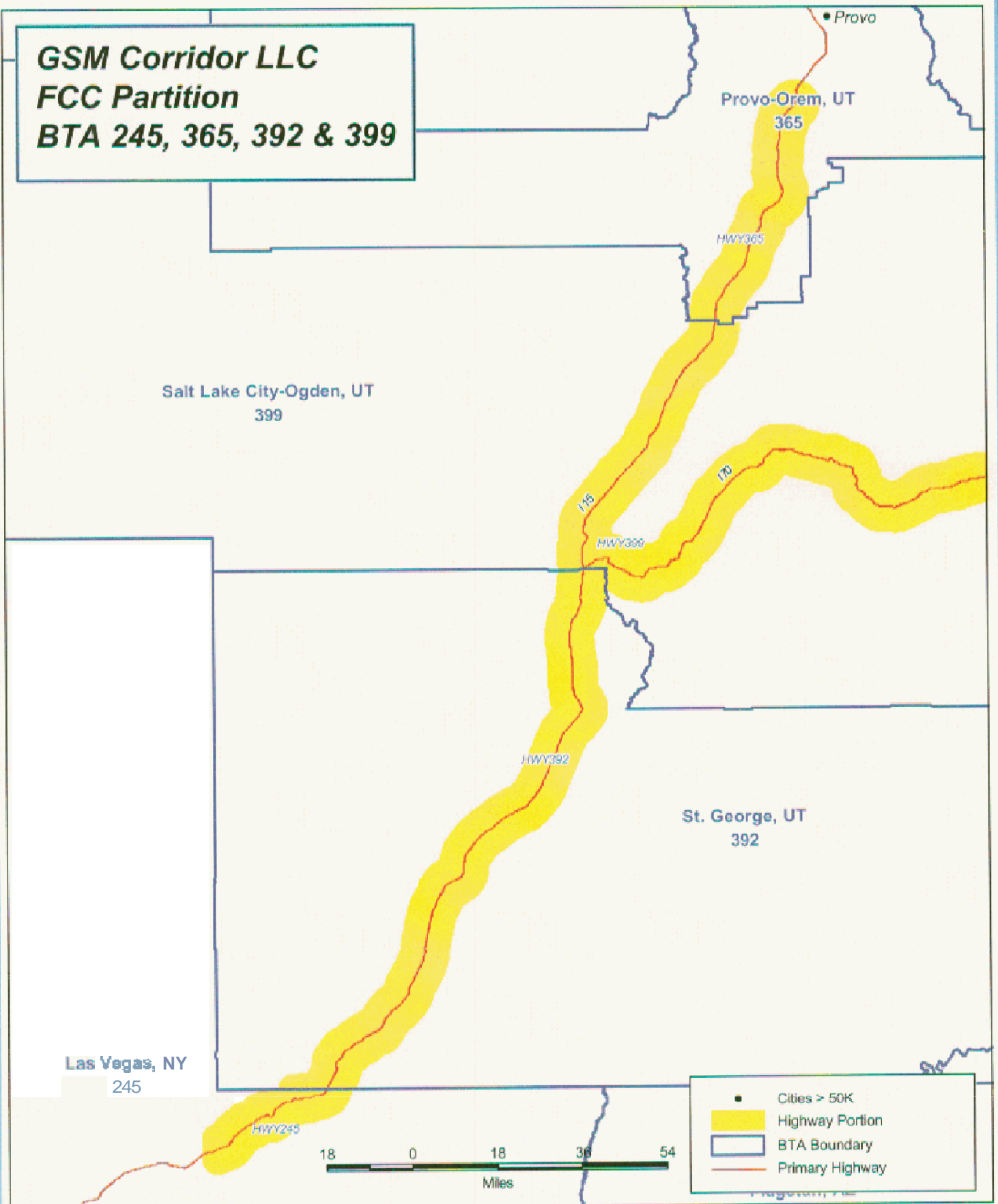
Attachment A-13

**GSM Corridor LLC
FCC Partition
BTA 244, 420 & 447**



Attachment A-14

**GSM Corridor LLC
FCC Partition
BTA 245, 365, 392 & 399**



Attachment A-15

**GSM Corridor LLC
FCC Partition
BTA 400 & 401**

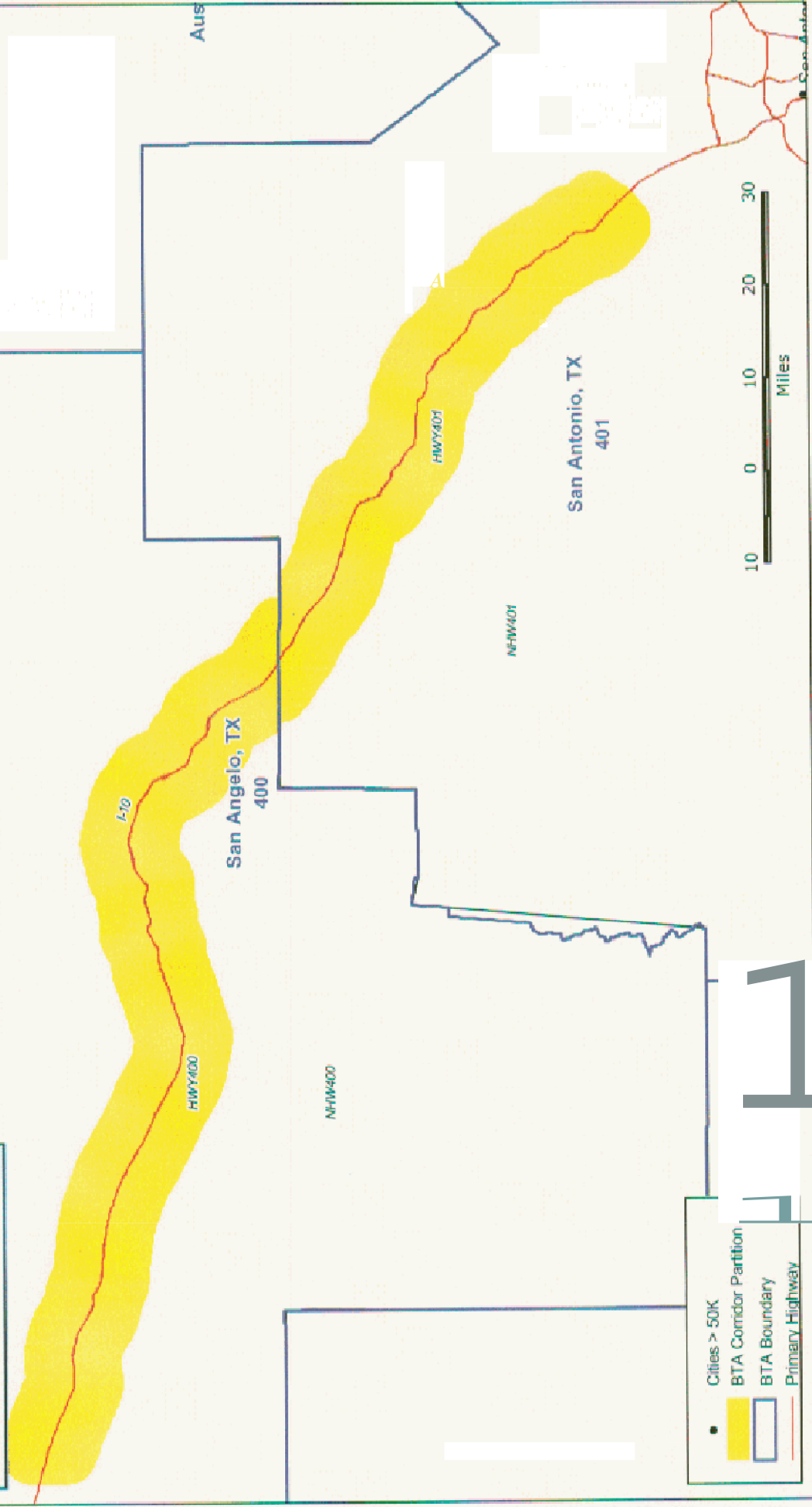


EXHIBIT B: Request for Waiver of Section 1.913(b)

AT&T Wireless PCS, LLC ("AWP") hereby seeks a waiver of Section 1.913(b) of the FCC's rules, 47 C.F.R. §1.913(b), to permit this assignment application to be filed manually on FCC Form 603. As discussed in detail in Exhibit A, through this application and a series of related applications, AT&T Wireless Services, Inc. ("AWS") and Cingular Wireless LLC ("Cingular") are seeking FCC approval to implement a joint venture—GSM Corridor, LLC ("GSM-C")—to build infrastructure using GSM technology that will enable the joint venture partners to provide service to subscribers along approximately 4,000 miles of select interstate and state highways in rural parts of the country. Licenses to be controlled by GSM-C will consist of portions of licenses currently held by AWS or its subsidiaries, licenses acquired from third parties, and a license held by a subsidiary/an affiliate of Cingular.

Because these licenses are not presently licensed to AWP in the Commission's Universal Licensing System, however, AWP has no means to file this application electronically. As described in Exhibit A, the proposed transaction involves multiple steps that are interrelated, and the transaction is structured so that no one step can be consummated until the transaction as a whole is approved. Thus, the applications will need to be processed contemporaneously so that the joint venture can be formed and the transaction can close. Under these circumstances, and given that this assignment and the related transactions will yield significant public interest benefits, AWP respectfully requests a waiver of Section 1.913(b) of the FCC's rules, to permit this assignment to be filed manually on FCC Form 603.¹ Grant of the requested waiver will further the public interest by permitting the underlying joint venture to proceed expeditiously, resulting in the rapid expansion of service to areas that might otherwise go unserved by GSM technology and by easing the administrative burden on the applicants, the FCC, and the public.

¹ See 47 C.F.R. § 1.3 (waiver justified where good cause is shown); 47 C.F.R. § 1.925(b)(3)(ii) (waiver appropriate where unique circumstances render application of the rule unduly burdensome or applicant has no reasonable alternative).

EXHIBIT C: Response to Question 77

AT&T Wireless PCS, LLC ("AWP"), a real party in interest, hereby submits this response to Question 77 of the FCC Form 603 concerning allegations against AWP in pending matters. While these cases may fall outside the scope of disclosures required by Question 77, they are nevertheless being reported out of an abundance of caution.

On or about September 30, 2002, a case captioned *Beeler, et al. v. AT&T Cellular Services, Inc., et al.* was filed in the United States District Court for the Northern District of Illinois, Eastern Division (Case No. 02C 6975). AWP is named as a defendant, along with several other wireless carriers providing service in the Chicago metropolitan area. Plaintiffs allege that the defendant carriers market handsets and wireless service through tying arrangements, and that each has monopolized the market for sales of handsets to its own subscribers.

On or about September 20, 2002, a case captioned *Truong, et al. v. AT&T Wireless PCS, LLC, et al.* was filed in the United States District Court for the Northern District of California (Case No. C 02 4580). AWP is named as a defendant, along with several other wireless carriers providing service in the San Francisco metropolitan area. This complaint is substantively identical to that filed in the Beeler case, described above.

On or about August 23, 2002, a case captioned *Millen, et al. v. AT&T Wireless PCS, LLC, et al.* was filed in the United States District Court for the District of Massachusetts (Case No. 02-11689). AWP is named as a defendant, along with several other wireless carriers providing service in the Boston metropolitan area. This complaint is substantively identical to that filed in the Beeler and Truong cases, described above.

On or about April 5, 2002, a case captioned *Wireless Consumers Alliance, Inc., et al. v. AT&T Cellular Services, Inc., et al.* was filed in the United States District Court for the Southern District of New York (Case No. 02 CV 2637). AWP is named as a defendant, along with several other wireless carriers providing service in the New York metropolitan area. Plaintiffs seek to certify a class consisting of persons who have purchased wireless service within the New York metropolitan area during the four years immediately preceding the filing of the complaint, and seek injunctive relief and damages under Section 1 of the Sherman Act.

On or about September 5, 2001, the second amended complaint in a case captioned *DiBraccio v. AT&T Wireless Services, Inc., et al.* was filed in Florida State Court (Eleventh Judicial Circuit, in and for Miami-Dade County) (Case No. 99-20450 CA-20). AWP is named as a defendant, along with ABC Cellular Corp., a reseller of wireless services and handsets in South Florida. Plaintiff seeks damages for alleged monopolization of wireless phone services in South Florida under Section 542.19 of the Florida Statutes and conspiracy to monopolize under the same statute.